

DOCKET FILE COPY ORIGINAL

TRINITY COMMUNICATIONS LTD

IB 09-149

**INTERNATIONAL SECTION 214 AUTHORIZATIONS
FOR ASSIGNMENT OR
TRANSFER OF CONTROL
FCC FORM 214TC
FOR OFFICIAL USE ONLY**

APPLICANT INFORMATION

Enter a description of this application to identify it on the main menu:

T/C 214 Trinity Communications 05/06/09

1. Legal Name of Applicant

Name:	TRINITY COMMUNICATIONS LTD	Phone Number:	242-356-8960
DBA Name:		Fax Number:	242-356-8985
Street:	15950 WEST DIXIE HIGHWAY	E-Mail:	ABUTLER@CABLEBAHAMAS.COM
City:	NORTH MIAMI	State:	FL
Country:	USA	Zipcode:	33162 -
Attention:	ANTHONY J BUTLER		

2. Name of Contact Representative

Name:	ERIC FISHMAN, ESQ.	Phone Number:	212-513-3268
Company:	HOLLAND & KNIGHT LLP	Fax Number:	212-385-9010
Street:	195 BROADWAY	E-Mail:	ERIC.FISHMAN@HKLAW.COM
	24th FLOOR		
City:	NEW YORK	State:	NY
Country:	USA	Zipcode:	10007-
Attention:		Relationship:	Legal Counsel

CLASSIFICATION OF FILING**3. Choose the button next to the classification that best describes this filing. Choose only one.**☐ a. Assignment of Section 214 Authority

An Assignment of an authorization is a transaction in which the authorization, or a portion of it, is assigned from one entity to another. Following an assignment, the authorization will usually be held by an entity other than the one to which it was originally granted. (See Section 63.24(b).)

☒ b. Transfer of Control of Section 214 Authority

A Transfer of Control is a transaction in which the authorization remains held by the same entity, but there is a change in the entity or entities that control the authorization holder. (See Section 63.24(c).)

☐ c. Notification of Pro Forma Assignment of Section 214 Authority (No fee required)☐ d. Notification of Pro Forma Transfer of Control of Section 214 Authority (No fee required)

Date of Consummation: Must be completed if you select c or d.

4. File Number(s) of Section 214 Authority(ies) for Which You Seek Consent to Assign or Transfer Control.

Note: If the Section 214 Authorization Holder whose authority is being assigned or transferred does not have an "ITC" File No. under which it is operating, contact the Help Desk for assistance before proceeding further with this application. You cannot enter an "ITC-ASG" or "ITC-T/C" File No. in response to this question. Your response must specify one or more "ITC" File

Nos. Relevant "ITC-ASG" or "ITC-T/C" File Nos. should be listed only in Attachment 1 in response to Question 10.

File Number: ITC2142003051500268	File Number:	File Number:	File Number:	File Number:	File Number:	File Number:	File Number:
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5. Name of Section 214 Authorization Holder

Name: TRINITY COMMUNICATIONS LTD Phone Number: 242-356-8960
 DBA Name: Fax Number: 242-356-8985
 Street: 15950 WEST DIXIE HIGHWAY E-Mail: ABUTLER@CABLEBAHAMAS.COM
 City: NORTH MIAMI State: FL
 Country: USA Zipcode: 33162 -
 Attention: ANTHONY J. BUTLER

6. Name of Assignor / Transferor

Name: BRENDAN J PADDOCK Phone Number: 242-350-8899
 DBA Name: COLUMBUS COMMUNICATIONS LTD Fax Number: 242-373-1336
 Street: 15950 WEST DIXIE HIGHWAY E-Mail: BRENDAN@COLUMBUSCOMMUNICATIONS.COM
 City: N. MIAMI State: FL
 Country: USA Zipcode: 33162 -
 Attention:

7. Name of Assignee / Transferee

Name: CABLE BAHAMAS LTD. Phone Number: 242-356-8960
 DBA Name: Fax Number: 242-356-8985
 Street: P.O. BOX CB-13050, ROBINSON ROAD AT MARATHON E-Mail: ABUTLER@CABLEBAHAMAS.COM
 City: NASSAU State:
 Country: BHS Zipcode: -
 Attention: ANTHONY J. BUTLER

8a. Is a fee submitted with this application?

☒ If Yes, complete and attach FCC Form 159.

If No, indicate reason for fee exemption (see 47 C.F.R. Section 1.1114).

- ☐ Governmental Entity ☐ Noncommercial educational licensee ☐ Notification of Pro Forma (No fee required.)
☐ Other (please explain):

8b. You must file a separate application for each legal entity that holds one or more Section 214 authorizations to be assigned or transferred.

Fee Classification CUT - Section 214 Authority

9. Description (Summarize the nature of the application.)

Trinity Communications Ltd transfer of control. See Attachment 1 for transaction details.

10. In Attachment 1, please respond to paragraphs (c) and (d) of Section 63.18 with respect to the assignor/transferor and the

assignee/transferee. Label your response "Answer to Question 10".

11. Does any entity, directly or indirectly, own at least ten (10) percent of the equity of the assignee/transferee as determined by successive multiplication in the manner specified in the note to Section 63.18(h) of the rules? ☒ Yes ☐ No

If you answered "Yes" to this question, provide in Attachment 1, the name, address, citizenship, and principal businesses of each person or entity that directly or indirectly owns at least ten (10) percent of the equity of the assignee/transferee, and the percentage of equity owned by each of those persons or entities (to the nearest one percent). Label your response "Answer to Question 11."

12. Does the assignee/transferee have any interlocking directorates with a foreign carrier? ☒ Yes ☐ No

If you answered "Yes" to this question, identify each interlocking officer/director in Attachment 1. (See Section 63.09(g).) Provide the name and position/title of the individual or entity, the name of the foreign carrier, and the country in which the foreign carrier is authorized to operate. Label your response: "Answer to Question 12."

13. Provide in Attachment 1 a narrative of the means by which the proposed assignment or transfer of control will take place. In circumstances of a substantial assignment or transfer of control pursuant to Section 63.24(e), where the assignor seeks authority to assign only a portion of its U.S. international assets and/or customer base, please specify whether the assignor requests authority to continue to operate under any or all of its international Section 214 File Nos. after consummation; and, if so, please specify in Attachment 1 each File No. it seeks to retain in its own name. Label your response "Answer to Question 13."

Note: The assignor may retain any or all of its international Section 214 File Nos. In that case, the assignor will continue to hold the international section 214 authorizations that it specifies in response to this question. The ITC-ASG File No. that the Commission assigns to this application will, when granted, constitute Commission authorization of the proposed assignment of assets and /or customers from the assignor to the assignee. Unless Commission grant of the assignment application specifies otherwise, the assignee may provide the same services on the same routes as permitted under the assignor's Section 214 authorization(s), and the assignee may provide such service to any customers it may obtain in the ordinary course of business.

If this filing is not a notification of a *pro forma* assignment or *pro forma* transfer of control, please respond to Questions 14-20 below. (See Section 63.24(d).) Otherwise, you may proceed to Question 21 below.

14. Check "Yes" below if the assignee is a foreign carrier or if, upon consummation of the proposed assignment or transfer of control, the Section 214 holder would be affiliated with a foreign carrier. (See Section 63.18 (i).) The terms "foreign carrier" and "affiliated" are defined in Section 63.09 (d) & (e) of the rules respectively. ☒ Yes ☐ No

If you answered "Yes" to this question, please specify in Attachment 1 each foreign country in which the assignee is a foreign carrier or in which the Section 214 holder, upon consummation, would be affiliated with a foreign carrier. Label your response, "Answer to Question 14."

15. If this application is granted and the proposed assignment or transfer is consummated, would the Section 214 holder be authorized to provide service to any destination country for which any of the following statements is true? ☒ Yes ☐ No

- (1) The Section 214 holder is a foreign carrier in that country; or
- (2) The Section 214 holder controls a foreign carrier in that country; or
- (3) Any entity that owns more than 25 percent of the Section 214 holder, or that controls the Section 214 holder, controls a foreign carrier in that country.
- (4) Two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate, more than 25 percent of the Section 214 holder and are parties to, or the beneficiaries of, a contractual relation (e.g., a joint venture or market alliance) affecting the provision or marketing of international basic telecommunications services in the United States.

If you answered "Yes" to this question, please specify in Attachment 1 each foreign carrier and country for which any of the above statements would be true. Label your response, "Answer to Question 15."

16. If you answered "Yes" to question 14, do you request classification of the Section 214 holder as a "non-dominant" carrier, upon consummation of the proposed transaction, between the United States and *any or all* countries listed in response to Question 14? See Section 63.10 of the rules. ☒ Yes ☐ No

If you answered "Yes" to this question, you must provide information in Attachment 1 to demonstrate that the Section 214 holder would qualify for non-dominant classification under Section 63.10 of the rules on each U.S.-destination country route where it would be a foreign carrier, or would be affiliated

with a foreign carrier and for which you request non-dominant classification. Label your response, "Answer to Question 16."

17. If you answered "Yes" to question 14 and you have not provided information in response to Question 16 to demonstrate that the Section 214 holder would qualify for non-dominant classification under Section 63.10 of the rules on each U.S.-destination route where it would be a foreign carrier, or be affiliated with a foreign carrier, check "Yes" below to certify that the assignee/transferee agrees to comply with the dominant carrier safeguards in Section 63.10 (c) & (e) of the rules in the provision of international service between the United States and any foreign country(ies) for which you have not provided the required information.

☐ Yes, I certify that I agree to comply with the dominant carrier safeguards in Section 63.10 (c) & (e) of the rules in my provision of international service between the United States and the following foreign country(ies):

☐ No, Does not apply.

18. If you answered "Yes" to question 15, and if you have not provided information in response to question 16 to demonstrate that the Section 214 holder would qualify for non-dominant classification under Section 63.10 of the rules in its provision of service to each of the countries identified in response to question 15, the Section 214 holder may not be eligible to provide international telecommunications service between the U.S. and each such country following consummation of the assignment or transfer. In order to determine whether the public interest would be served by authorizing service on these U.S.-destination country routes, the assignee/transferee must provide information, in Attachment 1, to satisfy one of the showings specified in Section 63.18(k) of the rules. Label your response, "Answer to Question 18."

19. If the assignee, or the Section 214 holder that is the subject of this transfer of control application, is a provider of Commercial Mobile Radio Services, you need not answer this question.

If any of the Section 214 authorization(s) that would be assigned or transferred, authorize the Section 214 holder to resell the international switched services of an unaffiliated U.S. carrier for the purpose of providing international telecommunications services to a country listed in response to question 14, and unless you have provided information in response to question 16 to demonstrate that the Section 214 holder would qualify for non-dominant classification under Section 63.10(a)(3) of the rules for each country, check "Yes" below to certify that the assignee/transferee will file the quarterly traffic reports required by Section 43.61(c) of the rules; and/or state in Attachment 1 that the foreign carrier(s) for which the applicant has not made a showing under Section 63.10(c)(3) do(es) not collect settlement payments from U.S. international carriers. (See Section 63.18(l).)

☐ Yes, I certify that I agree to comply with the quarterly traffic reporting requirements set forth in section 43.61(c) of the rules.

20. If the applicant desires streamlined processing pursuant to Section 63.12 of the rules, provide in Attachment 1 a statement of how the application qualifies for streamlined processing. (See Section 63.18(p).) Note that, if the application is being filed in connection with a sale of assets or reorganization of a carrier or its parent pursuant to the U.S. bankruptcy laws, the application may not be eligible for streamlined processing until final bankruptcy court approval of the proposed sale or reorganization.

Applicant certifies that its responses to questions 21 through 25 are true:

21. The assignee/transferee certifies that it has not agreed to accept special concessions directly or indirectly from a foreign carrier with respect to any U.S. international route where the foreign carrier possesses sufficient market power on the foreign end of the route to affect competition adversely in the U.S. market and will not enter into any such agreements in the future. ☐ Yes ☐ No

22. By signing this application, the undersigned certify either (1) that the authorization(s) will not be assigned or that control of the authorization(s) will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to the notification procedures for *pro forma* transactions under Section 63.24 of the rules. The assignee/transferee also acknowledges that the Commission must be notified by letter within 30 days of a consummation or of a decision not to consummate. (See Section 63.24(e)(4).) ☐ Yes ☐ No

23. If this filing is a notification of a *pro forma* assignment or transfer of control, the undersigned certify that the assignment or transfer of control was *pro forma* and that, together with all previous *pro forma* transactions, does not result in a change in the actual controlling party. ☐ Yes ☐ No
☐ Not a Pro Forma

24. The undersigned certify that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith. ☐ Yes ☐ No

25. The assignee/transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. 1161/2

862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002 (b) of the rules, 47 CFR 1.2002(b), for the definition of "party to the application" as used in this certification.

☒ Yes ☐ No

CERTIFICATION

26. Printed Name of Assignor / Transferor BRENDAN J. PADDICK	29. Printed Name of Assignee / Transferee ANTHONY J. BUTLER
27. Title (Office Held by Person Signing) CHIEF EXECUTIVE OFFICER	30. Title (Office Held by Person Signing) PRESIDENT & CHIEF OPERATING OFFICER
28. Signature (Enter the name of the person who will sign the paper version of this form for retention in their files) BRENDAN J. PADDICK	31. Signature (Enter the name of the person who will sign the paper version of this form for retention in their files) ANTHONY J. BUTLER
WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND / OR IMPRISONMENT (U.S. Code, Title 18, Section 1001), AND/OR REVOCATION OF ANY STATION AUTHORIZATION (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).	

FCC NOTICE REQUIRED BY THE PAPERWORK REDUCTION ACT

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THE FOREGOING NOTICE IS REQUIRED BY THE PAPERWORK REDUCTION ACT OF 1995, PUBLIC LAW 104-13, OCTOBER 1, 1995, 44 U.S.C. SECTION 3507.

Attachment 1

Answer to Questions 9 and 13:

By the instant application, Trinity Communications Ltd. ("Trinity") hereby requests authority to effectuate a transfer of control in its parent corporation, Cable Bahamas Ltd. ("Cable Bahamas") from Columbus Communications Ltd. ("Columbus") to the remainder of the shareholders of Cable Bahamas, none of whom will hold a controlling equity or voting interest in Cable Bahamas.

Trinity is a company duly organized and existing under the laws of the Commonwealth of The Bahamas, and is a wholly owned subsidiary of Caribbean Crossings Ltd. ("Caribbean Crossings"). Trinity holds authority, pursuant to Section 214 of the Communications Act, to provide resold and facilities-based international telecommunications services. See FCC File No. ITC-214-20030515-00268. Caribbean Crossings is a wholly owned subsidiary of Cable Bahamas and, pursuant to authority granted by the Commission on June 20, 2000, operates the Bahamas Internet Cable System ("BICS"), extending between the United States and The Bahamas. *Caribbean Crossings Ltd.*, DA 00-1349, *released* June 20, 2000. By Public Notice Report No. TEL-00607, DA 02-3357, *released* December 5, 2002, the Commission approved the modification of Caribbean Crossings' license to permit the construction of a second fiber optic link and a self-healing fiber ring between The Bahamas and the United States. FCC File No. SCL-MOD-20020925-00094 P.

Cable Bahamas is a company duly organized and existing under the laws of the Commonwealth of The Bahamas. At present, the controlling shareholder of Cable Bahamas is Columbus, which owns a 30.2% equity interest in Cable Bahamas, and, pursuant to Section 76 of the Memorandum and Articles of Cable Bahamas, Columbus is authorized to elect three (3) of

the five (5) directors of Cable Bahamas, provided that Columbus holds not less than 20% of Cable Bahamas' shares. This latter provision, which the FCC approved four years ago, effectively gives Columbus effective working control of Cable Bahamas, notwithstanding its less than 50% equity interest.¹

The other current owners of Cable Bahamas owning 5% or more of its capital stock are: the National Insurance Board, an instrumentality of the Government of The Bahamas (15.4%) and the Treasurer of the Government of The Bahamas (5.1%). Cable Bahamas' capital stock is publicly traded on the Bahamas International Stock Exchange (BISX-CAB), with no other entity having a 5% or greater interest in Cable Bahamas.

Pursuant to the terms of a Share Purchase Agreement by and among Cable Bahamas, Columbus and Columbus Communications Inc. ("CCI"), the indirect parent of Columbus, Columbus has agreed to sell to Cable Bahamas, and Cable Bahamas has agreed to purchase, 100% of the shares in Cable Bahamas currently owned by Columbus. Such services will be provided "without prejudice to the responsibility of the Board of Cable Bahamas for the corporate governance of Cable Bahamas," and CCI is required to perform the services "in compliance with all applicable laws, enactments, orders, regulations, standards and other similar instruments and all applicable provisions of this Agreement and will obtain and maintain in force for the Term any and all licenses, permissions, authorizations, consents and permits needed by Columbus to perform the Services in accordance with the terms of this Agreement." The Agreement further provides that the determination and finalization of the Cable Bahamas annual operating plan shall be by Cable Bahamas alone. The term of the Management Plan is 5 years, automatically renewable for successive one year terms thereafter.

1 See Public Notice, DA 05-237, released January 28, 2005.

Pursuant to the terms of the Share Purchase Agreement, the parties have also agreed to enter into a Management Agreement, pursuant to which CCI will provide or procure certain management, advisory, and consultancy services to Cable Bahamas, and a Reciprocal Services Agreement, pursuant to which the parties will provide to each other certain services.

Answer to Question 10:

47 C.F.R. 63.18(c): Correspondence concerning this application should be sent to:

Anthony J. Butler
President and Chief Operating Officer
Cable Bahamas Ltd.
Robinson Road at Marathon
P.O. Box 13050
Phone: (242) 356-8960
FAX: (242) 356-8985

and to

Brendan J. Paddick
Chief Executive Officer
Columbus Communications Ltd.
6 Milton Street
P.O. Box F-42498
Freeport, Bahamas
Phone: 242-350-8899
FAX: 242-373-1336

with copies to:

Eric Fishman, Esq.
Holland & Knight LLP
195 Broadway
24th Floor
New York, NY
Phone: (212) 513-3268
FAX: 212-385-9010
Email: eric.fishman@hklaw.com

47 C.F.R. 63.18(d): Trinity Communications holds authority, pursuant to Section 214 of the Act, to provide international resold and facilities-based services. See FCC File No. ITC-214-20030515-00268

Answer to Question 12: At present, Brendan Paddick, a director of Trinity, is also a director of its parent company, Caribbean Crossings, Ltd., which, pursuant to authority granted by the Commission on June 20, 2000, operates the Bahamas Internet Cable System ("BICS"), extending between the United States and The Bahamas. *Caribbean Crossings Ltd.*, DA 00-1349, released June 20, 2000. Mr. Paddick is also a director of the parent company of Caribbean Crossings, Cable Bahamas Ltd., which is licensed by the Bahamas Public Utilities Commission to provide public internet service and by the Bahamas Television Regulatory Authority to provide cable television service in The Bahamas.

Mr. Paddick is also a director of:

- Caribbean Crossings (Dominicana) Ltd., S.A.
- Fibralink Jamaica Ltd.
- Columbus Communications Jamaica Limited
- Columbus Communications (Trinidad) Ltd.
- New World Network de Colombia Limitada
- New World Network Dominicana C. por A
- New World Network de Nicaragua y Compañía Limitada
- New World Network Centroamérica, S.R.L
- Columbus Networks Netherlands Antilles, N.V.
- New World Network de Venezuela, S.A.
- New World Network Comunicaciones de Panamá, S. de R.L., and
- Columbus Networks International (Trinidad) Ltd.

Mr. Paddick is a Canadian citizen. Following the transactions set forth in this application, Mr. Paddick will continue to serve as a director of Cable Bahamas and its subsidiaries (Caribbean Crossings and Trinity).

Answer to Questions 14 and 15 and 16: As noted above, Trinity is the wholly-owned subsidiary of Cable Bahamas Ltd., which is licensed by the Bahamas Public Utilities

Commission to provide public internet services, and is affiliated with Caribbean Crossings Ltd., which, pursuant to authority granted by the Commission on June 20, 2000, operates the Bahamas Internet Cable System ("BICS"), extending between the United States and The Bahamas. *Caribbean Crossings Ltd.*, DA 00-1349, released June 20, 2000. Caribbean Crossings is also licensed by the Bahamas Public Utilities Commission. The dominant telecommunications service provider in The Bahamas is Bahamas Telecommunications Company, a government-owned entity. The Bahamas has observer status in the World Trade Organization, and has recently presented its application for membership.

Trinity hereby certifies that Columbus, the 30.2% shareholder of Cable Bahamas, directly or indirectly controls the following non-dominant foreign carriers:

<u>Affiliated Non-Dominant Foreign Carrier</u>	<u>Destination Country</u>
New World Network de Colombia Limitada	Colombia
New World Network Dominicana C. por A	Dominican Republic
Caribbean Crossings (Dominicana) Ltd., S.A	Dominican Republic
New World Network de Nicaragua y Compañía Limitada	Nicaragua
New World Network Centroamérica, S.R.L	El Salvador
New World Network Curacao, N.V.	Curacao, Netherland Antilles
New World Network de Venezuela, S.A.	Venezuela
New World Network Comunicaciones de Panamá, S. de R.L.	Panama
Fibralink Jamaica Ltd.	Jamaica
Columbus Communications Jamaica Limited	Jamaica
Columbus Communications (Trinidad) Ltd.	Trinidad and Tobago
Columbus Networks International (Trinidad) Ltd.	Trinidad and Tobago

Trinity further states that, as a result of the transfer of control contemplated by this filing, the aforementioned foreign affiliations will no longer exist, and Trinity will not acquire any new foreign affiliations as a result of the transactions set forth in the instant application.